

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ADVANCED TECHNOLOGY
MATERIALS, INC.,
ATMI PACKAGING, INC.,
and
LEVTECH, INC.,

Plaintiffs,

v.

MILLIPORE CORPORATION,
MERCK KGaA,
CONCORD INVESTMENTS
CORPORATION,
EMD MILLIPORE CORPORATION,
EMD MILLIPORE, INC.,
and
THERMO FISHER SCIENTIFIC, INC.

Defendants.

Civil Action No.: 1:10-cv-11247-RGS

**STIPULATION RELATING TO MILLIPORE CORPORATION, MERCK KGaA,
CONCORD INVESTMENTS CORP. (NAMED CONCORD INVESTMENTS
CORPORATION IN THE COMPLAINT), EMD MILLIPORE CORPORATION AND
EMD MILLIPORE, INC. AND IN SUPPORT OF DISMISSAL OF MERCK KGaA,
CONCORD INVESTMENTS CORPORATION, EMD MILLIPORE CORPORATION,
AND EMD MILLIPORE, INC., WITHOUT PREJUDICE**

Plaintiffs Advanced Technology Materials, Inc., ATMI Packaging, Inc. and LevTech, Inc. (together "Plaintiffs") and defendants Millipore Corporation, Merck KGaA, Concord Investments Corporation, EMD Millipore Corporation and EMD Millipore, Inc. hereby agree and stipulate as follows:

1. Defendant Merck KGaA (hereafter "Merck") is a German corporation with a principal place of business at Frankfurter Str. 250, 64293 Darmstadt, Germany.
2. Concord Investments Corp. (named Concord Investments Corporation in the complaint) ("Concord Investments") is a wholly-owned subsidiary of defendant Merck, and it is a Massachusetts corporation with a principal place of business at One Technology Place, Rockland, Massachusetts.
3. Millipore Corporation (hereafter "Millipore") is a wholly-owned subsidiary of defendant Concord Investments, and it is a Massachusetts corporation with a principal place of business at 290 Concord Road, Billerica, Massachusetts.
4. There is no entity called EMD Millipore Corporation. References to "EMD Millipore Corporation" are in error and should instead read "Millipore Corporation." Upon entering into this stipulation, Millipore Corporation may correct or cause to correct "EMD Millipore Corporation" to read "Millipore Corporation," anywhere it appears.
5. There is no entity called EMD Millipore, Inc. References to "EMD Millipore, Inc." are in error and should instead read "Millipore Corporation." Upon entering into this stipulation, Millipore Corporation may correct or cause to correct of "EMD Millipore, Inc." to read "Millipore Corporation" or "EMD Millipore" anywhere it appears.
6. "EMD Millipore" is not a legal entity. EMD Millipore is the name used in North America to describe the life sciences division of the larger corporate group owned by Merck KGaA, based in Darmstadt, Germany. The division is a business group or unit through which Merck KGaA's life science business is operated worldwide. This business unit includes many legal entities, including Millipore Corporation.
7. Millipore was a publicly traded company (NYSE symbol "MIL") prior to being acquired by Merck on July 14, 2010.

8. On July 14, 2010, Millipore became a wholly-owned subsidiary of Concord Investments (a wholly-owned subsidiary of Merck), and it ceased being a publicly traded company.

9. Although it is a wholly-owned subsidiary of Merck and Concord Investments, Millipore has remained a Massachusetts corporation. Since the acquisition by Merck through Concord Investments, Millipore has been doing and continues to do business in Massachusetts and the United States.

10. The Mobius® Single-use Mixing System (sometimes also called the Mobius Disposable Mixing System) (hereafter "Mobius System") of Millipore was made, used, sold and/or offered for sale in Massachusetts and elsewhere in the United States prior to the acquisition by Merck.

11. After its acquisition by Merck through Concord Investments, Millipore has continued to make, use, sell and/or offer for sale the Mobius System in Massachusetts and elsewhere in the United States.

12. Merck has never made, used, sold and/or offered for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, and has no intention to do so.

13. Concord Investments has never made, used, sold and/or offered for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, and has no intention to do so.

14. EMD Millipore Corporation does not exist as a legal entity and therefore could not have and has never made, used, sold and/or offered for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, and will not do so.

15. EMD Millipore, Inc. does not exist as a legal entity and therefore could not have and has never made, used, sold and/or offered for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, and will not do so.

16. In the event Merck or Concord Investments (and/or any affiliate, agent, joint venturer, parent, representative and/or subsidiary of Merck, Concord Investments, or Millipore Corporation) make, use, sell and/or offer for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, such company (or companies, as applicable) will notify Plaintiffs of such activity, and shall submit to the jurisdiction and venue of the United States District Court for the District of Massachusetts for any action regarding the subject matter of Plaintiffs' Complaint.

17. Other than Millipore, there is no affiliate, agent, joint venturer, parent, representative and/or subsidiary company of Millipore, Merck and/or Concord Investments that intends to make, use, sell and/or offer for sale the Mobius System (or any portion or colorable imitation thereof) in Massachusetts or elsewhere in the United States, and none of these entities intends to acquire such an entity.

18. Millipore agrees that any dismissal of Merck, Concord Investments, EMD Millipore Corporation and/or EMD Millipore, Inc. from this litigation will not be used as a basis to resist or avoid discovery or to shield liability or damages for alleged infringement by Millipore.

19. Any determination as to the validity or infringement of any claim of any patent owned by one or more of the Plaintiffs in the above-captioned matter, whether as the result of a settlement or judgment entered in the above-captioned matter, will be binding upon and inure to the benefit or detriment of Merck and Concord Investments, and any injunction that issues from the Court in the above-captioned matter against Millipore Corporation will be binding upon Merck and Concord Investments.

20. Millipore, Merck, Concord Investments, EMD Millipore Corporation and EMD Millipore, Inc. consent to the jurisdiction of the Court in this Civil Action (Civil Action No.: 1:10-cv-11247-RGS in the U.S. District Court for the District of Massachusetts) for any matter

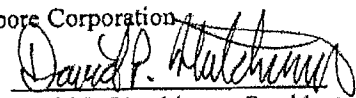
relating to this stipulation, including the interpretation and/or enforcement thereof, and Millipore, Merck, Concord Investments, EMD Millipore Corporation and EMD Millipore, Inc. will not file any action against Plaintiffs in any jurisdiction other than the United States District Court for the District of Massachusetts in connection with the matters asserted in this Civil Action.

21. Upon entry of this Stipulation, the parties hereby stipulate and agree to the Dismissal, without prejudice, of Merck KGaA, Concord Investments Corporation, EMD Millipore Corporation, and EMD Millipore, Inc. from this action.

Signed under the pains and penalties of perjury this 17th day of December 2010 by:

Millipore Corporation

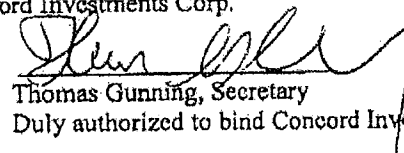
By:



David P. Hutchinson, President and General Counsel
Duly authorized to bind Millipore Corporation

Concord Investments Corp.

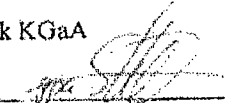
By:



Thomas Gunning, Secretary
Duly authorized to bind Concord Investments Corp.

Merck KGaA

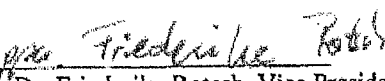
By:



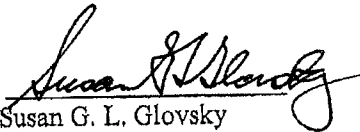
Dr. Stefan Horstmann, Vice President
Duly authorized to bind Merck KGaA


and

By:



Dr. Friederike Rotsch, Vice President
Duly authorized to bind Merck KGaA

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CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on December 17, 2010.

/s/ Susan G. L. Glovsky

Susan G. L. Glovsky